

EXHIBIT B

070608e.txt

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Katherine A. Powell, CSR, CRR

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THE CLERK: Calling civil case number C07-2688,

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SkyWest Pilots versus SkyWest Airlines.

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Please state you're appearances, Counsel.

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20 Q. So you were there at the meeting?

21 A. I was.

22 Q. Was Phil Alford at the meeting?

23 A. He was not.

24 Q. And what happened at the meeting?

25 A. We presented a letter that had been drafted by Nate

EISENSTAT - DIRECT EXAMINATION / SPAGAT 25

1 @Character, who was a line pilot and a SAPA representative at
2 the time, as our desire as a SAPA representative board to
3 organize.

4 Q. And what happened at the meeting?

5 A. As we presented the letter to those in attendance, Ron
6 Reber who is the current CEO of the company, Brad Holt, vice
7 president of flight operations, and Gary Overbaugh, who was at
8 the time the director of flight operations. We presented our
9 letter and our desires to organize.

10 After some discussion, Gary Overbaugh -- let me first
11 back up. Ron Reber left the room afterward and indicated that
12 he needed to call United Airlines. Apparently, there was a
13 negotiation going on with Skywest and United Airlines. And he
14 needed to inform them that we are -- we have a desire to
15 organize, and that could probably have some issues regarding
16 the negotiations with United and Skywest.

17 He left the room. Gary Overbaugh, after we were done
18 speaking about this, mentioned one more thing to us. And he
19 asked us, "Are you sure this is what the pilots want?" Todd
20 and I looked at each other and kind of shrugged our shoulders
21 and said, "We really don't know what the pilots want, but this
22 is what the representative board wants."

23 That night Todd and I discussed over dinner that we
24 needed to produce a survey and see if this is what the pilots

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25 There we are. Yes, the first judge to do something
 EISENSTAT - CROSS EXAMINATION / GINSBURG 108

1 gives one pause, not because it takes courage to do something
2 first, but the suggestion is maybe you are wrong.

3 MR. QUANDT: But at a preliminary injunction stage,
4 Your Honor, is the issue. We have not --

5 THE COURT: I understand that.

6 MR. QUANDT: That goes to the merits of the case,
7 likelihood of success. And I submit the likelihood of success
8 is mixed at best here. We think we have a heck of an argument.
9 I'm sure they think they have an heck of an argument. It's an
10 unsettled question. It has to be a close question.

11 Having said that, the irreparable harm aspect of this
12 is overwhelmingly in favor of the company, particularly when
13 ALPA can run down tomorrow and file a petition with the
14 National Mediation Board.

15 THE COURT: Well, I don't think -- I certainly don't
16 need any more evidence on harm. I'm satisfied as to that.

17 Let me ask you, because it's now 20 to 5:00. Is
18 there any reason why we couldn't have an offer of proof as to
19 what these people would say? what difference does it make,
20 it's in the record as to what they would say?

21 MR. HALL: Your Honor, Douglas Hall. Certainly, we
22 could do that. The evidence primarily when we @@ask these
23 witnesses would be --

24 THE COURT: Just identify the basically what they'd
25 say.

 EISENSTAT - CROSS EXAMINATION / GINSBURG 109

1 MR. HALL: Captain Tony Fizer would come to testify
2 that he has been a 13-year employee of SkyWest Airlines. He
3 worked for the military for 14 years after that. He has been

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4 in management for the last three years. Ever since he came to
5 management, he has enforced the uniform policy very strictly
6 with regard to belts, with regard to epaulets, with regard to
7 name tags. He even told his boss he was wearing the wrong belt
8 at one point. And he has removed 50 lanyards, 10 of which have
9 been ALPA in his estimation. He enforces across the board.
10 There are documents that we are willing to submit, or however
11 you would like us to do this, that show they have been telling
12 the pilots, You've got to remember the uniform policy.

13 And there is an April 2006 e-mail from Glen Brooks,
14 who is the other -- Captain Glen Brooks would be our other
15 witness saying there's been issue about ALPA lanyards, you've
16 got to enforce these policies -- remember, you've got to
17 enforce these policies across the board, no matter who is
18 wearing what lanyard. April 2006, which goes to if -- that's
19 the only --

20 THE COURT: Where was that sent?

21 MR. HALL: That was sent to the chief pilots. Then
22 there's several weekly notices that the chief pilots send out
23 to the pilots where they say, Remember, you got to read the
24 uniform policy. You have got to abide by the uniform policy.
25 Well, here it is, wear a tie. You've got to make sure if you

EISENSTAT - CROSS EXAMINATION / GINSBURG 110

1 wear your overcoat, you're wearing your hat. The issue of
2 uniform is important, and they enforce it, and it's not just
3 against ALPA.

4 THE COURT: That's what your offer of proof would be?

5 MR. HALL: That would be Captain Fizer and also
6 Captain Glen Brooks.

7 THE COURT: Do you have any response to that offer of
8 proof? There's an issue as to whether --

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22 Q. Can you give me an example?

23 A. A binding contract that's legally recognized.

24 Q. So does SAPA have an enforceable contract with skywest?

25 A. No.

NOLIN - DIRECT EXAMINATION / PRESTEL 120

1 MR. SPAGAT: Same objection, Your Honor.

2 THE COURT: Well, these things, I don't think to the
3 extent that they are statements in the record, I understand
4 that. To the extent they are opinions, I'm not sure I need
5 them. After a few minutes of the witness's description of his
6 views, I understand his -- well, the word "biases" in his
7 testimony. I understand where he is coming from. They don't
8 say you have a bias, they say where are you coming from? I
9 understand where he is coming from. So let's get there.

10 BY MS. PRESTEL:

11 Q. As president of SAPA, have you ever had a conversation
12 with Jim Black about his presentations on behalf of SAPA to new
13 hire classes?

14 A. Yes, I have.

15 Q. How long has Captain Black been making those
16 presentations?

17 A. For several years, as far as I know.

18 Q. How long ago did you have this conversation?

19 A. About five-and-a-half or six weeks ago.

20 Q. Can you briefly describe it?

21 A. Yes, I got a report --

22 MR. SPAGAT: Objection. Hearsay.

23 THE COURT: Wait. @words who is this person that's
24 talking?

25 THE WITNESS: I was talking to the vice --

NOLIN - DIRECT EXAMINATION / PRESTEL 121

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1 THE COURT: To the management? You had a
2 conversation with the person who was part of management?

3 MS. LYE: He had a conversation with Jim Black, who
4 is the vice president of SAPA, who is permitted to give these
5 presentations to new hire classes.

6 THE COURT: I see. Well, your view is that that
7 would be -- that would be part of management, that's your view,
8 anyway? I am going to allow it subject to a motion to strike.
9 I will give you an extra page to respond in your brief.

10 Go ahead. Excuse me. What was said.

11 THE WITNESS: I had a report from a pilot saying that
12 Mr. Black had been saying negative and false information about
13 the Airline Pilots Association during a SAPA new hire briefing.
14 I asked him if he had done that, and he indicated that he had
15 said some things that were inappropriate.

16 BY MS. PRESTEL:

17 Q. Things that were inappropriate about ALPA?

18 A. Yes.

19 THE COURT: What did he say he said?

20 THE WITNESS: I didn't ask.

21 THE COURT: Okay. What did you say -- you said, "I
22 heard you said some negative things or inappropriate things
23 about ALPA?"

24 THE WITNESS: I asked him if he had been saying
25 negative things about ALPA. And he said he had been saying

NOLIN - DIRECT EXAMINATION / PRESTEL 122

1 things that were inappropriate, and that he wouldn't -- my
2 point was to get him to stop doing that. Whether or not he is
3 doing that anymore, I don't know.

4 THE COURT: Okay. I understand that was your point.
5 The question is, what's your recollection of this entire

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6 conversation, and have you given it?

7 THE WITNESS: Yes.

8 THE COURT: Do you remember anything else he said or
9 you said on this subject?

10 THE WITNESS: That's it.

11 THE COURT: Okay.

12 BY MS. PRESTEL:

13 Q. Have you ever had any conversation with Mike Eisenstat
14 about why there was an increase from one to three in the number
15 of SAPA officers who are paid full-time?

16 A. Yes, I have.

17 Q. When was that conversation?

18 A. About a year ago.

19 Q. Can you briefly describe the conversation? What was said?

20 MR. QUANDT: Same objection. Hearsay. @check speaker

21 THE COURT: Come in subject to a motion to strike.

22 THE WITNESS: I approached Mike. When I joined SAPA,
23 I thought it was a mistake that the executive board members
24 weren't flying the line. And was talking to Mike about that,
25 he told me -- or he took me aside and said, Let me give you a

NOLIN - DIRECT EXAMINATION / PRESTEL 123

1 little bit about the history of SAPA. Before the '99 union
2 drive, they had one full-time member. And after that union
3 drive, he said that the union drive failed by just a few votes,
4 I guess. And he said that Mr. Brad Holt approached him and
5 said, wow, that was really close. What can we do to prevent
6 that from happening? And that's when Mike told him, I need
7 three full-time guys to keep the union off the property.

8 THE COURT: I'm sorry, what did you say?

9 THE WITNESS: I need three full-time executive --
10 that's who we are now, three full-time SAPA positions to keep

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11 the union off the property.

12 THE COURT: Okay.

13 MS. PRESTEL: I think that's it, Your Honor.

14 THE COURT: Cross?

15 CROSS EXAMINATION

16 BY MR. SPAGAT:

17 Q. Good afternoon, Mr. Nolin.

18 A. Good afternoon.

19 Q. You are an ALPA supporter; is that correct?

20 A. That's correct.

21 Q. And you were when you ran for president of SAPA?

22 A. That's correct.

23 Q. And you were elected president of SAPA, it being known
24 that you were an ALPA supporter?

25 A. That was not public.

NOLIN - CROSS EXAMINATION / SPAGAT 124

1 Q. It's known now; isn't that true?

2 A. It is now, yes, sir.

3 Q. As the SAPA president, even though you are an ALPA
4 supporter, has Skywest ever tried to remove you?

5 A. No, sir.

6 Q. I thought I heard you start to testify in your
7 conversation with Jim Black, did he tell you that he wouldn't
8 do it again?

9 A. Yes, sir.

10 MR. SPAGAT: Okay. No further questions.

11 THE COURT: Thank you, Captain. You are excused.
12 (Witness excused.)

13 THE COURT: Anything else from the plaintiffs?

14 MS. LYE: No, Your Honor.

15 THE COURT: Okay.